

<b>United States Bankruptcy Court</b> <b>Northern District of Texas</b>		<b>INVOLUNTARY PETITION</b>
IN RE (Name of Debtor - If Individual: Last, First, Middle) <b>Vitro America, LLC</b>	ALL OTHER NAMES used by debtor in the last 8 years (Include married, maiden, and trade names.) <b>Vitro America, Inc. VVP America, Inc.</b>	
Last four digits of Social-Security or other Individual's Tax-I.D. No./Complete EIN (If more than one, state all.): <b>54-0141190</b>		
STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) <b>965 Ridge Lake Blvd., Suite 300 Memphis, TN 38120</b> COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS  ZIP CODE	MAILING ADDRESS OF DEBTOR (If different from street address)   ZIP CODE	
LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different from previously listed addresses)		
CHAPTER OF BANKRUPTCY CODE UNDER WHICH PETITION IS FILED <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11		
<b>INFORMATION REGARDING DEBTOR (Check applicable boxes)</b>		
<b>Nature of Debts</b> (Choose one box.)  Petitioners believe: <input type="checkbox"/> Debts are primarily consumer debts <input checked="" type="checkbox"/> Debts are primarily business debts	<b>Type of Debtor</b> (Form of Organization) <input type="checkbox"/> Individual (Includes Joint Debtor) <input checked="" type="checkbox"/> Corporation (Includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<b>Nature of Business</b> (Choose one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51)(B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other
<b>VENUE</b>  <input type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in the District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.  <input checked="" type="checkbox"/> A bankruptcy case concerning debtor's affiliate, general partner or partnership is pending in this District.	<b>FILING FEE (Check one box)</b>  <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Petitioner is a child support creditor or its representative, and the form specified in § 304(g) of the Bankruptcy Reform Act of 1994 is attached.  <i>[If a child support creditor or its representative is a petitioner, and if the  petitioner files the form specified in § 304(g) of the Bankruptcy Reform Act of  1994, no fee is required.]</i>	
<b>PENDING BANKRUPTCY CASE FILED BY OR AGAINST ANY PARTNER OR AFFILIATE OF THIS DEBTOR (Report information for any additional cases on attached sheets.)</b>		
Name of Debtor <b>See Attached Annex A</b>	Case Number	Date
Relationship	District	Judge
<b>ALLEGATIONS</b> (Choose applicable boxes)  1. <input checked="" type="checkbox"/> Petitioner(s) are eligible to file this petition pursuant to 11 U.S.C. § 303(b). 2. <input checked="" type="checkbox"/> The debtor is a person against whom an order for relief may be entered under title 11 of the United States Code. 3.a. <input checked="" type="checkbox"/> The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount; or b. <input type="checkbox"/> Within 120 days preceding the filing of this petition, a custodian, other than a trustee, receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.		<b>COURT USE ONLY</b>

B5 (Official Form 5) (12/07) - Page 2

Name of Debtor Vitro America, LLC  
Case No.

## TRANSFER OF CLAIM

☒ Check this box if there has been a transfer of any claim against the debtor or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

## REQUEST FOR RELIEF

Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x Q.D. LH  
Signature of Petitioner or Representative (State Title)Knighthood Master Fund, L.P. 11/17/10

Name of Petitioner Date Signed

Name & Mailing Knighthood Master Fund, L.P. c/o  
Address of Individual Knighthood Capital Management, LLC  
623 Fifth Avenue, 29th Floor  
New York, NY 10022Signing in Representative Knighthood Capital Management, L.L.C.,  
Capacity Investment Manager  
Ara Cohen, Managing Member

x /s/ Jeff Prostok

Signature of Attorney Date 11/17/10Jeff Prostok

Name of Attorney Firm (If any)

Jeff Prostok

Forshey Prostok LLP  
777 Main Street, Suite 1290  
Fort Worth, TX 76102

John K. Cunningham

White &amp; Case LLP

200 S. Biscayne Blvd., Suite 4900  
Miami, FL 33131

Address

Telephone No. (817) 877-8855

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x \_\_\_\_\_  
Signature of Petitioner or Representative (State Title)

Name of Petitioner Date Signed

Name &amp; Mailing

Address of Individual

Signing in Representative  
Capacity

x \_\_\_\_\_

Signature of Attorney Date

Name of Attorney Firm (If any)

Address

Telephone No.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x \_\_\_\_\_  
Signature of Petitioner or Representative (State Title)

Name of Petitioner Date Signed

Name &amp; Mailing

Address of Individual

Signing in Representative  
Capacity

x \_\_\_\_\_

Signature of Attorney Date

Name of Attorney Firm (If any)

Address

Telephone No.

## PETITIONING CREDITORS

Name and Address of Petitioner Knighthood Master Fund, L.P. c/o Knighthood Capital Management, LLC 623 Fifth Avenue, 29th Floor New York, NY 10022	Nature of Claim Beneficial Interests in 9-1/8% Senior Notes and 8-5/8% Senior Notes	Amount of Claim \$42,047,250.00
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims

x continuation sheets attached

B5 (Official Form 5) (12/07) - Page 2

Name of Debtor Vitro America, LLC

Case No.

## TRANSFER OF CLAIM

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## REQUEST FOR RELIEF

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Petitioner(s) declare under penalty of perjury that the foregoing is true and

x

Signature of Petitioner or Representative (State Title)

Brookville Horizons Fund, L.P.

11/17/10

Name of Petitioner Date Signed

Name & Mailing Brookville Horizons Fund, L.P.

Address of Individual 2 Greenwich Plaza  
Greenwich, CT 06830

Signing in Representative Brookville Horizons Fund GP, LLC  
Capacity T.A. McKinney, Authorized Signatory

x /s/ Jeff Prostok  
Signature of Attorney

Date

Jeff Prostok

Name of Attorney Firm (If any)

Jeff Prostok

Forshey Prostok LLP

777 Main Street, Suite 1290  
Fort Worth, TX 76102

John K. Cunningham

White & Case LLP

200 S. Biscayne Blvd., Suite 4900  
Miami, FL 33131

Address

Telephone No. (817) 877-8855

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x

Signature of Petitioner or Representative (State Title)

Name of Petitioner

Date Signed

Name & Mailing

Address of Individual

Signing in Representative

Capacity

x

Signature of Attorney

Date

Name of Attorney Firm (If any)

Address

Telephone No.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x

Signature of Petitioner or Representative (State Title)

Name of Petitioner

Date Signed

Name & Mailing

Address of Individual

Signing in Representative

Capacity

x

Signature of Attorney

Date

Name of Attorney Firm (If any)

Address

Telephone No.

## PETITIONING CREDITORS

Name and Address of Petitioner Brookville Horizons Fund, L.P. 2 Greenwich Plaza Greenwich, CT 06830	Nature of Claim Beneficial interests in 9-1/8% Senior Notes	Amount of Claim \$2,000,000.00
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims

  X   continuation sheets attached



B5 (Official Form 5) (12/07) - Page 2

Name of Debtor Vitro America, LLC

Case No. \_\_\_\_\_

## TRANSFER OF CLAIM

☒ Check this box if there has been a transfer of any claim against the debtor or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a).

## REQUEST FOR RELIEF

Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x Lawrence H. Kaplan  
Lawrence H. Kaplan, Vice President & Secretary  
Signature of Petitioner or Representative (State Title)

Lord Abbett Bond-Debtenture Fund, Inc. 11/17/10  
Name of Petitioner Date Signed

Name & Mailing Lord Abbett Bond-Debtenture Fund, Inc.  
Address of Individual 90 Hudson Street Jersey City, NJ 07302  
Signing in Representative Attn: John K. Forst, Esq.  
Capacity

x /s/ Jeff Prostok  
Signature of Attorney

Date

Jeff Prostok

Name of Attorney Firm (If any)

Jeff Prostok

Forshey Prostok LLP

777 Main Street, Suite 1290

Port Worth, TX 76102

John K. Cunningham

White &amp; Case LLP

200 S. Biscayne Blvd., Suite 4900

Miami, FL 33131

Address

Telephone No. (817) 877-8855

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x \_\_\_\_\_  
Signature of Petitioner or Representative (State Title)

\_\_\_\_\_  
Name of Petitioner Date Signed

Name & Mailing  
Address of Individual  
Signing in Representative  
Capacity

x \_\_\_\_\_  
Signature of Attorney Date

Name of Attorney Firm (If any)

Address

Telephone No.

Petitioner(s) declare under penalty of perjury that the foregoing is true and

x \_\_\_\_\_  
Signature of Petitioner or Representative (State Title)

\_\_\_\_\_  
Name of Petitioner Date Signed

Name & Mailing  
Address of Individual  
Signing in Representative  
Capacity

x \_\_\_\_\_  
Signature of Attorney Date

Name of Attorney Firm (If any)

Address

Telephone No.

## PETITIONING CREDITORS

Name and Address of Petitioner Lord Abbett Bond-Debtenture Fund, Inc. 90 Hudson Street Jersey City, NJ 07302 Attn: John K. Forst, Esq.	Nature of Claim Beneficial interests in 9-1/8% Senior Notes	Amount of Claim \$20,000,000.00
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Name and Address of Petitioner	Nature of Claim	Amount of Claim
Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each petitioner's signature under the statement and the name of attorney and petitioning creditor information in the format above.		Total Amount of Petitioners' Claims

\_\_\_\_\_ continuation sheets attached

**Annex A**

**Bankruptcy Cases Concurrently Filed Against  
Any Partner or Affiliate of the Debtor**

Involuntary petitions under chapter 11 of title 11 of the United States Code are being filed in this Court against the following affiliated entities listed below:

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Amsilco Holdings, Inc.

B.B.O. Holdings, Inc.

Binswanger Glass Company

Crisa Corporation

Super Sky International, Inc.

Super Sky Products, Inc.

Troper Services, Inc.

V-MX Holdings, LLC

Vitro America, LLC

Vitro Asset Corp.

Vitro Chemicals, Fibers & Mining, LLC

Vitro Packaging, LLC

VVP Auto Glass, Inc.

VVP Finance Corporation

VVP Holdings, LLC

**CORPORATE OWNERSHIP STATEMENT**

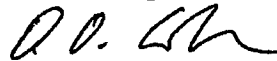
Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Knighthead Master Fund, L.P. (the "Petitioning Creditor") hereby submits that it is a limited partnership, and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: November 17, 2010

KNIGHTHEAD MASTER FUND, L.P.

By: Knighthead Capital Management, L.L.C., its  
Investment Manager



Name: Ara Cohen  
Title: Managing Member

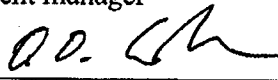
**Rule 1003 Statement Regarding Claims of  
Knighthead Master Fund, L.P.**

The undersigned hereby state that the claims totaling \$42,047,250 held by Knighthead Master Fund, L.P. (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on various dates in a range of consideration from 44.00% to 50.13% as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of \$42,047,250 outstanding amount of Series of Notes Held: \$21,844,000 9 $\frac{1}{8}$ % Senior Notes due 2017 and \$20,203,250 8 $\frac{5}{8}$ % due 2012. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: NOVEMBER 17, 2010

KNIGHTHEAD MASTER FUND, L.P.

By: Knighthead Capital Management, L.L.C., its  
investment manager

By   
Ara Cohen  
Managing Member



## Vitro 9 1/8 02/01/17

Trade date	SettleDt	Account	B/S	Qty	Face value	Price	Purchased from
03/31/10	04/06/10	KHMF	B	2,850.00	2,850,000.00	45.00	BCAPUK
03/05/10	03/10/10	KHMF	B	1,900.00	1,900,000.00	48.50	JPCHUS
03/05/10	03/10/10	KHMF	B	3,325.00	3,325,000.00	48.13	BCAPUK
01/20/10	01/25/10	KHMF	B	1,900.00	1,900,000.00	50.13	PRINCE
01/19/10	01/22/10	KHMF	B	1,900.00	1,900,000.00	50.00	BCAPUK
01/19/10	01/22/10	KHMF	B	2,850.00	2,850,000.00	49.00	BCAPUK
01/12/10	01/15/10	KHMF	B	950.00	950,000.00	49.00	BCAPUK
01/12/10	01/15/10	KHMF	B	950.00	950,000.00	49.00	JPCHUS
01/11/10	01/14/10	KHMF	B	1,900.00	1,900,000.00	47.25	JPCHUS
01/08/10	01/13/10	KHMF	B	950.00	950,000.00	45.25	BCAPUK
01/07/10	01/12/10	KHMF	B	2,369.00	2,369,000.00	44.00	BCAPUK
				<b>21,844.00</b>	<b>21,844,000.00</b>		

## Vitro 8 5/8 02/01/12

Trade date	SettleDt	Account	B/S	Qty	Face value	Price	Purchased from
07/14/10	07/19/10	KHMF	B	1,906.00	1,906,000.00	46.75	BCAPUK
03/05/10	03/10/10	KHMF	B	2,850.00	2,850,000.00	48.5	JPCHUS
03/05/10	03/10/10	KHMF	B	2,850.00	2,850,000.00	48.25	BCAPUK
03/05/10	03/10/10	KHMF	B	1,425.00	1,425,000.00	48.125	BCAPUK
03/02/10	03/05/10	KHMF	B	1,900.00	1,900,000.00	46.25	JPCHUS
01/20/10	01/25/10	KHMF	B	1,268.25	1,268,250.00	50	PRINCE
01/13/10	01/19/10	KHMF	B	1,615.00	1,615,000.00	49	JPCHUS
01/12/10	01/15/10	KHMF	B	950.00	950,000.00	49	JPCHUS
01/12/10	01/15/10	KHMF	B	950.00	950,000.00	49	BCAPUK
01/11/10	01/14/10	KHMF	B	1,900.00	1,900,000.00	47.25	JPCHUS
01/07/10	01/12/10	KHMF	B	220.00	220,000.00	44	MITRUS
01/07/10	01/12/10	KHMF	B	2,369.00	2,369,000.00	44	BCAPUK
				<b>20,203.25</b>	<b>20,203,250.00</b>		

ADVISOR: KNIGHTHEAD CAPITAL MAN-  
AGEMENT LLC

FUND: KNIGHTHEAD MASTER FUND LP

## Trade Date Activity

PERIOD: Jan 07 2010

RUN DATE: Jan 08 2010 12:51 AM

PAGE 4 OF 4

BASE CURRENCY: USD

GLOBAL	510
SECURITIES	
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## DETAIL

TRADE DATE	SETTLE DATE	ACTIVITY	ACCOUNT TYPE	TRADE QUANTITY	TRADE PRICE	INTEREST BY COMMISSION	NET AMOUNT	ACCOUNT #	REFERENCE #
U S DOLLAR • TRADE ACTIVITY									
CONTINUED									
VITRO S.A. DE C.V. 8.625% 02/01/2012 USD SER B SR LIEN M-WH-50.00BP 82851RAC1	01/07/10	BUY	06	220,000.00	44.0000	0.00	(96,800.00)		
VITRO S.A. DE C.V. 8.625% 02/01/2012 USD SER B SR LIEN M-WH-50.00BP 82851RAC1	01/07/10	BUY	06	2,389,000.00	44.0000	0.00	(1,042,360.00)		
U S DOLLAR • NON-TRADE ACTIVITY									

U S DOLLAR CLOSING BALANCE •

UK POUND STERLING OPENING BALANCE

UK POUND STERLING • TRADE ACTIVITY

UK POUND STERLING CLOSING BALANCE •

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GLOBAL  
SECURITIES  
SERVICES[illegible]

DETAIL	TRADE DATE	SETTLE DATE	ACTIVITY	ACCOUNT TYPE	TRADE QUANTITY	TRADE PRICE	INTEREST (Y COMMISSION	NET AMOUNT	ACCOUNT #	REFERENCE #
NEW MEXICAN PESO OPENING BALANCE										

**U.S. DOLLAR • TRADE ACTIVITY**

ITEM	QTY	UNIT	PRICE	TOTAL
VITRO S.A. DE C.V. 8.125% 02/01/2017 USD SER b SR LIEN M+W+50.00BP 222851FAD08 01/08/10 07/13/10 BUY	06		950,000.00	452,500
				0.00
				(429,875.00)

This material is not an official Goldman Sachs statement. If there is any discrepancy between this material and your official statement, the official statement should be relied upon.

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## FUND: KNIGHTHEAD MASTER FUND LP

**ADVISOR: KNIGHTHEAD CAPITAL MAN-  
AGEMENT LLC**

PERIOD: Jan 11, 2010  
 RUN DATE: Jan 12, 2010 12:54 AM

PAGE 3 OF 5  
BASE CURRENCY: USD

[illegible][illegible]

**INTEREST ON  
COMMISSION**

**TRADE PRICE**

TRADE QUANTITY

[illegible]

## ACTIVITY

[illegible]

## DETAIL

**JAPANESE YEN OPENING BALANCE**

**JAPANESE YEN • NON-TRADE ACTIVITY**

**NEW MEXICAN PESO CLOSING BALANCE •**

**U S DOLLAR OPENING BALANCE**

**U.S. DOLLAR • TRADE ACTIVITY**

VITRO S.A. DE C.V. 9.125% 02/01/2017 USD SER b SR LIEN M-14-50.00BP  
92351RAD9 01/07/10 01/12/10 BUY

90

2,369,000.00

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## Trade Date Activity

PAGE 4 OF 4  
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**U.S. DOLLAR • TRADE ACTIVITY**  
CONTROLLED

US DOLLAR • NON-TRADE ACTIVITY

452.0000	0.00	(791,350.00)
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(791,350.00)

**U S DOLLAR CLOSING BALANCE**

**UK POUND STERLING OPENING BALANCE**

**NO ACTIVITY**

**UK POUND STERLING CLOSING BALANCE**

KNIGHTHEAD MASTER FUND LP is comprised of account number(s) 002253631, 002254456, 002337996, 002416550, 0023929821, 023944077

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### Trade Date Activity

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UNIT #	●	REFERENCE #
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3	●	3
4	●	4
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97	●	97
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99	●	99
100	●	100

NEW MEXICAN PESO CLOSING BALANCE •

NAME - NAME ACTIVITY

90 : 90

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U.S. DOLLAR • NON-TRADE ACTIVITY

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**CORPORATE OWNERSHIP STATEMENT**

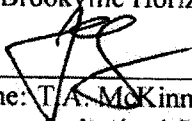
Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Brookville Horizons Fund, L.P. (the "Petitioning Creditor") hereby submits that it is a limited partnership, and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: November 17, 2010

BROOKVILLE HORIZONS FUND, L.P.

By: Brookville Horizons Fund GP, LLC

  
Name: T.A. McKinney

Title: Authorized Signatory

**Rule 1003 Statement Regarding Claims of  
Brookville Horizons Fund, L.P.**

The undersigned hereby state that the claims totaling \$2,000,000 held by Brookville Horizons Fund, L.P. (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on July 29, 2010 for the approximate consideration of \$1,015,000 as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of 9 1/8 % Senior Notes due 2017. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.


Date: November 17, 2010

Brookville Horizons Fund, L.P.

By

Name

Title

  
T.A. McKenney  
Authorized Signatory



From: EILEEN MCLOUGHLIN, JPMORGAN SECURITIES [mailto:em012103@bloomberg.net]  
Sent: Thursday, July 29, 2010 4:50 PM  
To: #DerivOps  
Subject: ID : 92851RAD9 \*Trade Ticket\* As of Date: 7/29/2010

ID : 92851RAD9 \*Trade Ticket\* As of Date: 7/29/2010  
TRDR/SLS : CHRISTOPHER BOEGE Settlement : 8/3/2010  
SELLS : 2M (M) ISSUER:VITRO SAB DE CV  
Security : VITROA 9 ½ 02/01/17  
Price : 50.75 Yield:22.789252 Yield to: 2/1/2017 at 100.00

Notes :JPM SELL - BROOKVILLE A/C GS - THANKS

{92851RAD9 CORP DES

<GO>  
Principal USD 1,015,000.00  
Accrued ( 0 days) 0.00  
Transaction Costs 0.00  
Total USD 1,015,000.00

\*\* THIS TICKET GENERATED BY BLOOMBERG TOMS / POMS SYSTEM \*\*  
To learn more about the BLOOMBERG Professional® service,  
<http://www.bloomberg.com>

**CORPORATE OWNERSHIP STATEMENT**

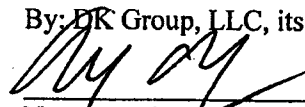
Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Davidson Kempner Distressed Opportunities Fund LP (the "Petitioning Creditor") hereby submits that it is a limited partnership, and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: November 17, 2010

DAVIDSON KEMPNER DISTRESSED  
OPPORTUNITIES FUND, LP

By: DK Group, LLC, its General Partner



Name: Anthony A. Yoseloff

Title: Managing Member

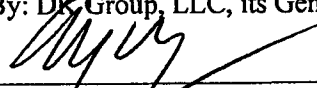
**Rule 1003 Statement Regarding Claims of  
Davidson Kempner Distressed Opportunities Fund LP**

The undersigned hereby states that the claims totaling \$11,637,000.00 held by Davidson Kempner Distressed Opportunities Fund LP (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on various dates from June 23, 2010 to August 11, 2010 for the approximate consideration of \$5,474,913.75 as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of 9 $\frac{1}{8}$ % Senior Notes due 2017, 11 $\frac{3}{4}$ % Senior Notes due 2013, and 8 $\frac{5}{8}$ % Senior Notes due 2012. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: November 17, 2010

DAVIDSON KEMPNER DISTRESSED  
OPPORTUNITIES FUND, LP

By: DK Group, LLC, its General Partner



Name: Anthony A. Yoseloff  
Title: Managing Member

REPORT NO BC0039-B  
REPT DATE 09/28/10

J.P. MORGAN CHASE BANK, N.A.  
NET EQUITY REPORT

AS OF 09/28/10 PAGE 273

DAVIDSON KEMPNER DISTRESSED

113-60246-17

SEDOL	CUSIP	QUANTITY	DESCRIPTION	PRICE PER SHARE/BOND	MARKET VALUE	ACCRUED COUPON/INTEREST DIVIDEND	NET VALUE
BTGJHP1.92851FAD5		908,000.00000	***VITRO S A DE C V SR NT 11.7500 11/01/2013	49.2500	447,190.00	43,861.44	491,051.44
92851RAC1		227,000.00000	***VITRO S A B DE C V SR NT 8.6250 02/01/2012	49.2500	111,797.50	6,471.86	118,269.36
92851RAD9		2,983,000.00000	***VITRO S A B DE C V SR NT	49.2500	1,469,127.50	43,854.24	1,512,981.74

# **Daily Margin Position Summary Report** As of 09/28/2010

Account Name: **DK DIS OPP FUND**  
Account Number: **102-31886-USD-24**  
Family Code: **URD-X**

Sec No / Sec Des	SYMBOL	CUSIP / ISIN	Previous Position	Quantity Bought	Quantity Sold	Closing Position	Closing Price	Market Value	Cum	Profit / Loss Daily
<b>REG T      \$325,542 MAINTENANCE      NET RV      325,542 NET PL      11,660      1,652</b>										
58BVXW7 ***VITRO S A B DE C V SR NT 02/01/17 9.1250		92851RAD9 (C)	6,859,000L			6,859,000L	49 1/4	3,377,565	150,861	17,145

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Report ID: BSC565-A Run Date/Time: 09/29/10 00:49:03

PAGE 145 of 415

# **Daily Margin Position Summary Report** As of 09/28/2010

Account Name: **DK DIS OPP FUND**  
Account Number: **102-31886-USD-24**  
Family Code: **URD-X**

Sec No / Sec Des	SYMBOL	CUSIP / ISIN	Previous Position	Quantity Bought	Sold	Closing Position	Closing Price	Market Value	Cum	Profit / Loss Daily
---------------------	--------	-----------------	----------------------	--------------------	------	---------------------	------------------	-----------------	-----	------------------------

5921042		92851FAD5	(C)			661,000L	49 1/4	325,542	11,660	1,652
***VITRO S A DE C V SR NT						661,000L				
11/01/13 11.7500						661,000L				
--- SETT. DATE POS ---										

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Report ID: BSC565-A Run Date/Time: 09/29/10 00:49:03

PAGE 144 of 415

### CORPORATE OWNERSHIP STATEMENT

In accordance with Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), which incorporate the disclosure required under Rule 7007.1 of the Bankruptcy Rules, Lord Abbett Bond Debenture Fund (the "Petitioning Creditor") hereby states that the following corporations directly or indirectly own 10% or more of any class of the Petitioning Creditor's equity interests as of the date hereof:

Edward Jones & Co. (on behalf of various beneficial owners)

MLPF&S For the Sole Benefit of Its Customers

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief, with reliance on appropriate corporate officers.

Date: NOVEMBER 17, 2010

LORD ABBETT BOND-DEBENTURE FUND, INC.

By Lawrence H. Kaplan  
Name: Lawrence H. Kaplan  
Title: Vice President & Secretary

**Rule 1003 Statement Regarding Claims of  
Lord Abbett Bond-Debenture Fund, Inc.**

The undersigned hereby state that the claims totaling \$20,000,000.00 held by Lord Abbett Bond Debenture Fund (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on various dates from January 25, 2007 to November 6, 2007 for the approximate consideration of \$20,294,881.25 as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of 9 1/8% Senior Notes due 2017. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: NOVEMBER 17, 2010

LORD ABBETT BOND-DEBENTURE FUND, INC.

By Lawrence H. Kaplan

Name: Lawrence H. Kaplan

Title: Vice President & Secretary



## TRANSACTION ADVICE

TRANS NO.: 4283193

VENDOR TRANS NO.: 10846020070518

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are  
 authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.

Account No.: FDB1

BROKER/DEALER: Lehman Brothers

Security ID: 92851RAB3

TRADE DATE: 05/18/2007

SETTLEMENT DATE: 05/23/2007

## SECURITY DESCRIPTION

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

## PURCHASE

UNITS:	1,400,000.00
PRICE:	105.375000
PRINCIPAL	1,475,250.00
ACCRUED INTEREST:	39,744.44
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,514,994.44

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

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 Authorized Signature

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 Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4271635  
 VENDOR TRANS NO.: 10393320070514

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
 Account No.: FDB1  
 BROKER/DEALER: Lehman Brothers

Security ID: 92851RAB3

TRADE DATE: 05/14/2007  
 SETTLEMENT DATE: 05/17/2007

## SECURITY DESCRIPTION

## PURCHASE

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

UNITS:	1,600,000.00
PRICE:	104.550000
PRINCIPAL	1,672,800.00
ACCRUED INTEREST:	42,988.89
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,715,788.89

BK ACCT CURR:  
 FUNC. FX RATE: USD/USD 1.00000000  
 SETTLEMENT METHOD: US - DTC  
 MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4226333  
 VENDOR TRANS NO.: 9207620070425

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
 Account No.: FDB1  
 BROKER/DEALER: Barclay Investments

Security ID: 92851RAB3

TRADE DATE: 04/25/2007  
 SETTLEMENT DATE: 04/30/2007

## SECURITY DESCRIPTION

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

## PURCHASE

UNITS:	925,000.00
PRICE:	105.000000
PRINCIPAL	971,250.00
ACCRUED INTEREST:	20,867.10
COMMISSION:	0.00
FEES	0.00

CASH: USD 992,117.10

BK ACCT CURR:  
 FUNC. FX RATE: USD/USD 1.00000000  
 SETTLEMENT METHOD: US - DTC  
 MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4225704  
 VENDOR TRANS NO.: 9179720070424

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.

Account No.: FDB1

BROKER/DEALER: Credit Suisse Algo

Security ID: 92851RAB3

TRADE DATE: 04/24/2007

SETTLEMENT DATE: 04/27/2007

## SECURITY DESCRIPTION

## PURCHASE

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

UNITS:	900,000.00
PRICE:	104.750000
PRINCIPAL	942,750.00
ACCRUED INTEREST:	19,618.75
COMMISSION:	0.00
FEEs	0.00

CASH: USD 962,368.75

BK ACCT CURR:  
 FUNC. FX RATE: USD/USD 1.00000000  
 SETTLEMENT METHOD: US - DTC  
 MANAGER: Chris Towle

## SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4205928  
 VENDOR TRANS NO.: 8872620070417

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
 Account No.: FDB1  
 BROKER/DEALER: Morgan Stanley

Security ID: 92851RAB3

TRADE DATE: 04/17/2007  
 SETTLEMENT DATE: 04/20/2007

## SECURITY DESCRIPTION

## PURCHASE

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

UNITS:	1,375,000.00
PRICE:	103.750000
PRINCIPAL	1,426,562.50
ACCRUED INTEREST:	27,533.42
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,454,095.92

BK ACCT CURR:  
 FUNC. FX RATE: USD/USD 1.00000000  
 SETTLEMENT METHOD: US - DTC  
 MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4163926  
VENDOR TRANS NO.: 7623420070330

DATE: 09/23/2010

To: State Street Bank  
1200 Crown Colony Drive  
Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
Account No.: FDB1  
BROKER/DEALER: Morgan Stanley

Security ID: 92851RAB3

TRADE DATE: 03/30/2007  
SETTLEMENT DATE: 04/04/2007

## SECURITY DESCRIPTION

Vitro S.A.  
144A NCV 9.125% 02/01/2017  
9 1/8 Due 2/1/2017 FA1  
Dated Code: Normal  
Dated Date: 02/01/2007

## PURCHASE

UNITS:	1,475,000.00
PRICE:	102.625000
PRINCIPAL	1,513,718.75
ACCRUED INTEREST:	23,553.91
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,537,272.66

BK ACCT CURR:  
FUNC. FX RATE: USD/USD 1.00000000  
SETTLEMENT METHOD: US - DTC  
MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4159314

VENDOR TRANS NO.: 7475020070328

DATE: 09/23/2010

To: State Street Bank  
 1200 Crown Colony Drive  
 Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are  
 authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.

Account No.: FDB1

BROKER/DEALER: Credit Suisse Algo

Security ID: 92851RAB3

TRADE DATE: 03/28/2007

SETTLEMENT DATE: 04/02/2007

## SECURITY DESCRIPTION

## PURCHASE

Vitro S.A.  
 144A NCV 9.125% 02/01/2017  
 9 1/8 Due 2/1/2017 FA1  
 Dated Code: Normal  
 Dated Date: 02/01/2007

UNITS:	1,500,000.00
PRICE:	102.500000
PRINCIPAL	1,537,500.00
ACCRUED INTEREST:	23,192.71
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,560,692.71

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4156184  
VENDOR TRANS NO.: 7414220070326

DATE: 09/23/2010

To: State Street Bank  
1200 Crown Colony Drive  
Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
Account No.: FDB1  
BROKER/DEALER: UBS Securities Inc.

Security ID: 92851RAB3

TRADE DATE: 03/26/2007  
SETTLEMENT DATE: 03/29/2007

## SECURITY DESCRIPTION

Vitro S.A.  
144A NCV 9.125% 02/01/2017  
9 1/8 Due 2/1/2017 FA1  
Dated Code: Normal  
Dated Date: 02/01/2007

## PURCHASE

UNITS:	2,000,000.00
PRICE:	102.625000
PRINCIPAL	2,052,500.00
ACCRUED INTEREST:	29,402.78
COMMISSION:	0.00
FEES	0.00

CASH: USD 2,081,902.78

BK ACCT CURR:  
FUNC. FX RATE: USD/USD 1.00000000  
SETTLEMENT METHOD: US - DTC  
MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010



## TRANSACTION ADVICE

TRANS NO.: 4003261  
VENDOR TRANS NO.: 3568520070125

DATE: 09/23/2010

To: State Street Bank  
1200 Crown Colony Drive  
Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
Account No.: FDB1  
BROKER/DEALER: Morgan Stanley

Security ID: 92851RAB3

TRADE DATE: 01/25/2007  
SETTLEMENT DATE: 02/01/2007

## SECURITY DESCRIPTION

Vitro S.A.  
144A NCV 9.125% 02/01/2017  
9 1/8 Due 2/1/2017 FA1  
Dated Code: Normal  
Dated Date: 02/01/2007

PURCHASE

UNITS:	6,325,000.00
PRICE:	98.400000
PRINCIPAL	6,223,800.00
ACCRUED INTEREST:	0.00
COMMISSION:	0.00
FEES	0.00

CASH: USD 6,223,800.00

BK ACCT CURR:  
FUNC. FX RATE: USD/USD 1.00000000  
SETTLEMENT METHOD: US - DTC  
MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

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Authorized Signature

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Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4648563  
VENDOR TRANS NO.: 21508320071106

DATE: 09/23/2010

To: State Street Bank  
1200 Crown Colony Drive  
Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
Account No.: FDB1  
BROKER/DEALER: Barclay Investments

Security ID: 92851RAD9

TRADE DATE: 11/06/2007  
SETTLEMENT DATE: 11/09/2007

## SECURITY DESCRIPTION

Vitro S.A.  
NCV 9.125% 02/01/2017  
9 1/8 Due 2/1/2017 FA1  
Dated Code: Normal  
Dated Date: 08/01/2007

## PURCHASE

UNITS:	1,500,000.00
PRICE:	98.750000
PRINCIPAL	1,481,250.00
ACCRUED INTEREST:	37,260.42
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,518,510.42

BK ACCT CURR:  
FUNC. FX RATE: USD/USD 1.00000000  
SETTLEMENT METHOD: US - DTC  
MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

## TRANSACTION ADVICE

TRANS NO.: 4633458  
VENDOR TRANS NO.: 21197120071031

DATE: 09/23/2010

To: State Street Bank  
1200 Crown Colony Drive  
Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.  
Account No.: FDB1  
BROKER/DEALER: Barclay Investments

Security ID: 92851RAD9

TRADE DATE: 10/31/2007  
SETTLEMENT DATE: 11/05/2007

## SECURITY DESCRIPTION

Vitro S.A.  
NCV 9.125% 02/01/2017  
9 1/8 Due 2/1/2017 FA1  
Dated Code: Normal  
Dated Date: 08/01/2007

PURCHASE

UNITS:	1,000,000.00
PRICE:	99.750000
PRINCIPAL	997,500.00
ACCRUED INTEREST:	23,826.39
COMMISSION:	0.00
FEES	0.00

CASH: USD 1,021,326.39

BK ACCT CURR:  
FUNC. FX RATE: USD/USD 1.00000000  
SETTLEMENT METHOD: US - DTC  
MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

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Authorized Signature

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Authorized Signature

Date: 09/23/2010